

# EXHIBIT D

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**From:** Adam Kelly <adam@usavapelab.com>  
**Sent:** Wednesday, May 9, 2018 8:53 AM  
**To:** Doug Press  
**Subject:** Re: USA Vape Lab Update

Hi Doug,  
Yes of course will speak with you then

Best Regards,

Adam Kelly  
S/F



# USA VAPE LAB

Address 155721 Commerce Lane, Huntington Beach, CA 92649  
Email [Adam@usavapelab.com](mailto:Adam@usavapelab.com) Web [www.usavapelab.com](http://www.usavapelab.com)

On Tue, May 8, 2018 at 2:42 PM, Doug Press <[doug@incentivegroup.com](mailto:doug@incentivegroup.com)> wrote:

Hi Adam,

Very disappointing news. Interested to better understand the scope of these new FDA restrictions. I'm at a conference through Wed night. Can we discuss on Thurs? Thanks.

Best,  
Doug

Doug Press | The Incentive Group  
m.914.420.3180 | o.914.948.0904

On May 8, 2018, at 10:44 AM, Adam Kelly <[adam@usavapelab.com](mailto:adam@usavapelab.com)> wrote:

Good morning Doug,

After further conversations with our owner and CEO and the rest of upper management here the decision has been made to freeze all of our pending projects due to the clear and identified risks we are facing due to the increased attention and regulation that the FDA is placing not only on our company, but on our industry as a whole. All of our attention and efforts for the foreseeable year will need to be refocused on ensuring compliance and risk mitigation with any and all endeavors moving forward.

It goes without saying that this has put an immediate stop on the release of our pod system and all connected marketing, sales efforts. Obviously, this is a tough pill to swallow for myself and all team members who have been working over the past months on the planning and launch.

Unfortunately it does not look like there is any way we can continue to implement an incentive program in any fashion, due to new pending regulations concerning advertisements and marketing that will include electronic cigarette products starting in the coming months.

I will be in meetings over the next few days to delve deeper into what these changes mean to our company and how operations will be changing for us. I wanted to give you the respect of reaching out to you as soon as this information became available to me.

Obviously I am upset with the ending of this project for us, and want to ensure that an amicable end to the project takes place.

Please

Best Regards,

Adam Kelly  
S/F



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